#### APPROVED BY OMB 3060-0589 READ INSTRUCTIONS CAREFULLY BIFORE PROCEEDING FEDERAL COMMUNICATIONS COMMISSION SPECIAL USBIAINP RETURN REMITTANCE ADVICE FCC USE ONLY PAGE NO. \_\_\_\_\_ OF \_\_ (1) LOCKBOX # 358320 **SECTION A - PAYER INFORMATION** (2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) (3) TOTAL AMOUNT PAID (dollars and cents) Morrison & Foerster, LLP 50.00 (4) STREET ACCRESS LINE NO. 1 SEP 18 2000 2000 Pennsylvania Ave, N.W., Suite 5500 (5) STREET ADDRESS LINE NO. 2 FCC/MELLON (7) STATE (8) ZIP CODE (6) CITY Washington DC 20006 (9) DAYTIME TELEPHONE NUMBER (Include area code) (10) COUNTRY CODE (if not in U.S.A.) (202)887-1500IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) SECTION B - APPLICANT INFORMATION (11) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card) Aerial Communications, Inc. (12) STREET ADDRESS LINE NO. 1 3650 131st Avenue, S.E., Suite 200 (13) STREET ADDRESS LINE NO. 2 (15) STATE (16) ZIP CODE (14) CITY WA 98006 Bellevue (17) DAYTIME TELEPHONE NUMBER (Include area code) (18) COUNTRY CODE (if not in U.S.A.) (425)653-4600COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEETS (FORM 159-C) SEC'I NON C - PAYMENT INFORMATION (20A) PAYMENT TYPE CODE (PTC) (22A) FEE DUE FOR (PTC) IN BLOCK 20A FICE USE ONLY (21A) QUANTITY (19A) FCC CALL SIGN/OTHER ID 50.00 E A E WA2XHB (24A) FCC CODE 2 (23A) FCC CODE 1 (208) PAYMENT TYPE CODE (PTC) (228) FEE DUE FOR (PTC) IN BLOCK 208 FCC USE ONLY (218) QUANTITY (198) FCC CALL SIGN/OTHER ID (23B) FCC CODE 1 (24B) FCC CODE 2 (20C) PAYMENT TYPE CODE (PTC) (22C) FEE DUE FOR (PTC) IN BLOCK 20C FCC USE ONLY (19C) FCC CALL SIGN/OTHER ID (21C) QUANTITY (24C) FCC CODE 2 (23C) FCC CODE 1 (200) PAYMENT TYPE CODE (PTC) (21D) QUANTITY (220) FEE DUE FOR (PTC) IN BLOCK 200 FCC USE ONLY (19D) FCC CALL SIGN/OTHER IO (240) FCC CODE 2 (23D) FCC CODE 1 SECTION D - TAXPAYER INFORMATION (REQUIRED) (26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN 8-11 IS DIFFERENT FROM PRYER NAME IN A-2) APPLICANT TIN PAYER TIN SECTION E - CERTIFICATION (27) CERTIFICATION STATEMENT , Certify under penalty of perjury that the foregoing and supporting information (PRINT NAME) are true and correct to the best of my knowledge, infomation and belief. SIGNATURE SECTION F - CREDIT CARD PAYMENT INFORMATION MASTERCARDIVISA ACCOUNT NUMBER (28)EXPIRATION DATE MASTERCARD YEAR

I hereby authorize the FCC to charge my VISA or MASTERCARD

for the service(s)/authorization(s) herein de-

**AUTHORIZED SIGNATURE** 

DATE

Check Number Vendor Number 017056 Ref # 5300231 FEDERAL COMMUNICATIONS COMMISSION Check Date 09/11/00 DATE **AMOUNT** INVOICE DATE AMOUNT INVOICE 50.00 09/08/00 RQ398861 Fee for transfer of Control Application Aerial Communications Inc. 50.00 TOUCH OR RUB TOUCHSAFE™ AREA TO SEL VALID AND VERIFY AUTHENTICITY 5300231 MORRISON & FOERSTER LLP WASHINGTON D.C. OFFICE 2000 PENNSYLVANIA AVE., N.W., SUITE 5500 WASHINGTON, D.C. 20006-1686 (202) 887-1500 **BANK OF AMERICA** HOLD AT AN ANGLE TO VERIFY BACKGROUND WORDS "SAFE" ON FRONT AND A WATERMARK ON BACK. COMMUNITY DEVELOPMENT BANK 5300231 PAY 09/11/00 FIFTY AND NO/100 DOLLARS \*\*\*\*\*\*\*\*50.00 Patent #5,636.874 THE PROBER OF FEDERAL COMMUNICATIONS COMMISSION

TouchSafe™

AUTHORIZED SIGNATURE

#5300231# #121141822# 73136#01356#

#### MORRISON & FOERSTER LLP

SAN FRANCISCO
LOS ANGELES
PALO ALTO
WALNUT CREEK
SACRAMENTO
ORANGE COUNTY
SAN DIEGO
DENVER

2000 PENNSYLVANIA AVENUE, NW WASHINGTON, D.C. 20006-1888 TELEPHONE (202) 887-1500 TELEFACSIMILE (202) 887-0763

ATTORNEYS AT LAW

NEW YORK
BUENOS AIRES
LONDON
BRUSSELS
BEIJING
HONG KONG
SINGAPULE
TOKYO

September 18, 2000

Writer's Direct Dial Number (202) 887-8745

Via Mellon Bank

Magalie Roman Salas, Secretary Federal Communications Commission 445 12th Street, S.W., TW-A325 Washington, D.C. 20554

Re:

Application for Commission Consent to Transfer Control of Licenses held by Aerial Communications, Inc. (Licensee) from VoiceStream Wireless Corporation (Transferor) to Deutsche Telekom AG (Transferee) Call Sign WA2XHB

Dear Ms. Salas:

On behalf of VoiceStream Wireless Corporation ("VoiceStream"), we are enclosing for filing an original and two paper copies of an FCC application (FCC Form 703) requesting Commission consent to the transfer of control of an experimental license currently held by Aerial Communications, Inc. from VoiceStream to Deutsche Telekom AG ("DT"). This application should be associated with related applications for Commission consent to VoiceStream's merger with DT being filed concurrently herewith. See Lead Application, VoiceStream PCS I License L.L.C., File Number 0000211827.

Enclosed is a \$50.00 check payable to the FCC to cover the prescribed filing fee. Kindly, date stamp the enclosed duplicate copy as received and return it for our records in the attached envelope.

#### MORRISON & FOERSTER LLP

Magalie Roman Salas September 18, 2000 Page Two

Please contact undersigned counsel should you have questions regarding the transferor's portion of the application. Any questions regarding transferee's portion of the application should be directed to Mr. John H. Harwood, II, counsel to DT, at (202) 663-6000.

Respectfully submitted,

Louis Gurman

Counsel to VoiceStream Wireless

Corporation

Enclosure

cc: John H. Harwood, II

Approved by OMB 3060-0053 Expires 11/30/99 See reverse for public burden estimate.

## UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION

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#### PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE

(This application must be filed before Transfer of Control takes place)

	is application must be i	illed before Transfer of Control takes	piace)		
1.(a) Name of corporate licensee					
Aerial Communications, Inc.					
3650 131st Avenue, S.E., Suite	200				
(c) City		(d) State	(e) ZIP Code		
Bellevue	···	WA	98006		
2. Internet address:		3. Taxpeyer Identification Number			
www.voicestream.com					
4. Call sign and radio service of each station WA2XHB					
5.(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due \$	FOR FCC USE ONLY		
EAE	1	50.00	USE CHLT		
6. Name(s) and Address(es) of Transferee					
Deutsche Telekom AG, 1020 1	19th Street, N.W., S	Suite 850, Washington, DC 200	036		
7. Subsequent to the Transfer of Control, will the State of incorporation, etc.? If "NO", give details		same corporate entity? That is, will it retain its pr	resent name, corporate charter,	YES	NO
8. Subsequent to the Transfer of Control, will the Page 3. See page 3 and Exhib		presentative of any foreign government? If "YES"	, give details on		X
9. THIS SECTION TO BE ANSWERED ONLY BY LICENSESS OF PUBLIC COAST, AIRPORT CONTROL TOWER, AERONAUTICAL ENROUTE, AERONAUTICAL FIXED.					
OR COMMON CARRIER ALASKA PUBLIC FIX					
(a) Will any officer or director of such corporation be an allen? If "YES", see Instruction 6.			NO		
(b) Will more than 1/5 of the capital stock be eith representative thereof, or by any corporation org	her owned of record or may it b panized under the laws of a fore	be voted by aliens or their representatives, or by sign country? If "YES", see instruction 6.	a foreign government or		
(c) Will the licensee be directly or indirectly controlled by any other corporation? If "YES", answer items (d) through (h) below.					
(d) What is the name and address of the corpora	ation in immediate control?				
(e) Under the laws of what State or Country is th	ne controlling corporation organ	nized?			
(f) is more than 1/4 of the capital stock of controlling corporation either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", give details on Page 3.			YES	NO	
(g) is any officer or more than 1/4 of the directors of the controlling corporation an alien? If "YES", on Page 3 state name, nationality, and position of each, and state the total number of directors, and give a brief biographical statement for each alien.			_		
(h) is the controlling corporation in turn controlled by other companies? If "YES", on Page 3, or a separate sheet of paper, provide information for each of these controlling companies covering information requested in Items (d) through (h).					
CERTIFICATION					
Applicant waives any claim to the use of any p     Applicant will have unlimited access to the rad     Neither applicant nor any member thereof is a     Applicant certifies that all statements made in     Neither the applicant nor any other party to the     Abuse Act of 1988, 21 U.S.C. Section 862, b	dio equipment and will control a a foreign-government or represe a this application and attachmen a application is subject to a den	access to exclude unauthorized persons; entative thereof; nts are true, complete and made in good faith;		Anti-Drug	
WILLFUL FALSE STATEMENTS MADE ON TREVOCATION OF ANY STATION LICENSE O SECTION 603).	THIS FORM ARE PUNISHAB IR CONSTRUCTION PERMIT	ILE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 47, SECTION 312(A)(1)).	S. CODE, TITLE 18, SECTION 10, , AND/OR FORFEITURE (U.S. CO	001), AND DE, TITLI	D/OR E 47,
SIGNATURE			DATE		
Authorized Employee of Licens	see Corporation				-
SIGNATURE			DATE		
<b>—</b>	Transferre of Control (Check one)				_
☐ Individual ☐ Partner ☐ Officer ☐ Other (Specify):					

Approved by QMB
- 3080-0053
Expires 11/30/99
See reverse for public burden estimate.

### UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION

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USE	<del> </del>		
OLY.			
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# PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE (This application must be filed before Transfer of Control takes place)

<u> </u>				p)		
1.(a) Name of corporate licenses Aerial Communications, Inc.						
(b) Number and street address						
3650 131st Avenue, S.E., Suite	<b>200</b>					
(c) City		(d) State		(e) ZIP Code		
Bellevue		WA		98006		
2. Internet address:		3. Taxpeyer identification	Number			
www.voicestream.com						
4. Call sign and radio service of each station WA2XHB						
WAZAIB						
5.(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due S	15.00	PORPCC		
EAE	11	<u> </u>	45.00	USECHLY		
8. Name(s) and Address(es) of Transferes						
Deutsche Telekom AG, 1020 1	19th Street, N.W.,	Suite 850, Washing	gton, DC 200	36		
7. Subsequent to the Transfer of Control, will the		same corporate entity? That i	is, will it retain its pro	isent name, corporate charter,	YES	NO
State of incorporation, etc.? If "NO", give details	on Page 3.				X	
8. Subsequent to the Transfer of Control, will the		presentative of any toreign go	overnment? I "YES",	give details on		v
Page 3. See page 3 and Exhibit 1.  1. THIS SECTION TO BE ANSWERED ONLY BY LICENSESS OF PUBLIC COAST, AIRPORT CONTROL TOWER, AERONAUTICAL ENROUTE, AIRCNAUTICAL FIXED.						
1. THIS SECTION TO BE ANSWERED CHLY B OR COMMON CARRIER ALASKA PUBLIC FIX	ED STATIONS, <b>SUSSEQUE</b>	KIAST, ARTORT CONTROL HT TO THE TRANSFER OF C	. TOWER, AERONAI CONTROL:	JINGAL ENROUTE, AEROKAUTI	GAL FUE	:D, ·
					YES	NO
(a) Will any officer or director of such corporation	in be an allen? If "YES", see t	netruction 6.				
(b) Will more than 1/5 of the capital stock be all representative thereof, or by any corporation org	her owned of record or may it penited under the lews of a for	be voted by aliens or their represents occurry? If "YES", see in	presentatives, or by a netruction 8.	l foreign government or		
(c) Will the licenses be directly or indirectly cont	rolled by any other corporatio	n? If "YES", answer Name (d)	through (h) below.			
(d) What is the name and address of the corpor	ation in immediate control?		•			
(e) Under the laws of what State or Country is the	e controlling corporation orga	rized?				
(f) is more than 1/4 of the capital stock of control	illing corporation either owned	of record or may it be voted t	by aliene or their rep	resentatives, or by a	YES	NO
foreign government or representative thereof, or by any corporation organized under the lews of a foreign country? If "YES", give details on Page 3.						
(g) is any officer or more than 1/4 of the director	of the controlling correction	an elem? I "VES" on Bron :	3 and name nation	elity, and position of each	+-1	
and state the total number of directors, and give	a brief biographical statemen	t for each alien.	J 4444 14414, 1444	any, and position at the same		
(h) is the controlling corporation in turn controlle	d by other compenies? If "YE	S', on Page 3, or a separate s	sheet of paper, provid	le information for each of		
these controlling companies covering information requested in liters (d) through (h).						
	C	ERTIFICATION				
Applicant waives any claim to the use of any p	perticular frequency regardless	of prior use by license or of	herwise;			
<ul> <li>Applicant will have unlimited access to the re-</li> <li>Neither applicant nor any member thereof is a</li> </ul>	foreign government or repret	entathe thereof;				
Applicant certifies that all statements made in     Neither the applicant nor any other party to the	this acolication and attachms	unio ano iruo, comolelo and M	rade in good falth;	a arminant to Santino 6301 of the	And Dava	
<ul> <li>Neither the applicant nor any owner purel to wan Abuse Act of 1988, 21 U.S.C. Section 882,</li> </ul>	pecames of a conviction for be	mai or recurs common sum o essention or distribution of a c	controlled substance	posteri e ostati savi o 14		1
WILLFUL FALSE STATEMENTS MADE ON	THE SORM AND INVEST	SE S SV SME ANDIOS (M)	DOISONNENT (II S	CODE TITLE 48 SECTION 5	OG41 ANI	2/08
REVOCATION OF ANY STATION LICENSE						
SECTION 583).	•					
SIGNATURE A VICE	M			9/5/00		
SIGNATURE / COLOR		<del></del>		DATE9/5/00		
SIGNATURE	num Calendaria			DATE		
Transferos of Cardial (Check or	10)					
☐ Individual	·	Officer	er (Specify):			

FPHLOM 7500717

-фргоved by OMB 3060-0053 Expires 11/30/99 See reverse for public burden estimate.

#### **UNITED STATES OF AMERICA** FEDERAL COMMUNICATIONS COMMISSION

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FOR	
FOR FCC	
USE	
ONLY	

### PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE

(This application must be filed before Transfer of Control takes place)

(11	nis application must be	e liled belote (Tanstel Of	Control takes place)		
1.(a) Name of corporate licensee				•	
Aerial Communications, Inc.					
(b) Number and street address 3650 131st Avenue, S.E., Suite	e 200		•		
(c) City	0 200	(d) State	(e) ZIP Code	<del></del>	
Bellevue		WA	98006		
2. Internet address:		3. Taxpayer Identification N			
www.voicestream.com					
4. Call sign and radio service of each station					
WA2XHB					
5.(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due s	FOR FCC		
EAE	1		45.00 USE ONLY	•	
6. Name(s) and Address(es) of Transferee					
Deutsche Telekom AG, 1020	19th Street, N.W.,	Suite 850, Washingt	on, DC 20036		
7. Subsequent to the Transfer of Control, will th	e licensee corporation be the	same corporate entity? That is,	will it retain its present name, corporate cha		NO
State of incorporation, etc.? If "NO", give details	s on Page 3.			X	
8. Subsequent to the Transfer of Control, will th		epresentative of any foreign gove	emment? If "YES", give details on		1,,
Page 3. See page 3 and Exhib					X
9. THIS SECTION TO BE ANSWERED ONLY E OR COMMON CARRIER ALASKA PUBLIC FIX				NAUTICAL FIXE	iD,
				YES	NO
(a) Will any officer or director of such corporation	(a) Will any officer or director of such corporation be an alien? If "YES", see instruction 6.				
(b) Will more than 1/5 of the capital stock be eit representative thereof, or by any corporation or					
(c) Will the licensee be directly or indirectly controlled by any other corporation? If "YES", answer items (d) through (h) below.					
(d) What is the name and address of the corpor	ration in immediate control?	,		<del></del>	
(e) Under the laws of what State or Country is the	he controlling corporation org	anized?			
(f) is more than 1/4 of the capital stock of contro	xiling corporation either owner	d of record or may it be voted by	aliens or their representatives, or by a	YES	NO
foreign government or representative thereof, or by any corpuration organized under the laws of a foreign country? If "YES", give details on Page 3.					
(g) is any officer or more than 1/4 of the director and state the total number of directors, and give			state name, nationality, and position of each,		
(h) is the controlling corporation in turn controlled by other companies? If "YES", on Page 3, or a separate sheet of paper, provide information for each of these controlling companies covering information requested in items (d) through (h).					
CERTIFICATION					
Applicant waives any claim to the use of any p			aula a-		
<ul> <li>Applicant will have unlimited access to the re-</li> </ul>	dio equipment and will contro	i access to exclude unauthorized			[
Neither applicant nor any member thereof is a foreign government or representative thereof;     Applicant certifies that all statements made in this application and attachments are true, complete and made in good faith;					
· Neither the applicant nor any other party to the	e application is subject to a d	enial of Federal benefits that incl	ludes FCC benefits pursuant to Section 5301	of the Anti-Drug	
Abuse Act of 1988, 21 U.S.C. Section 882, i	because or a conviction for po	desession or distribution of a con	WOHED SUBSTENCE.		
WILLFUL FALSE STATEMENTS MADE ON	THIS FORM ARE PUNISHA	WELE BY FINE AND/OR IMPR	ISONMENT (U.S. CODE, TITLE 18, SECT	TION 1001), AND	DVOR
REVOCATION OF ANY STATION LICENSE OF SECTION 803).	M CONSTRUCTION PERMI	11 (U.S. CODE, 111LE 47, SEC	TION 312(A)(1)), ANDIOR FORFEITURE (U	I.S. CODE, TITL	E 47,
				-	
SIGNATURE			DATE		
Authorized Employee of Lipani	see Corporation				-
SIGNATURE TELL	<u> auses</u>		<b>DATE</b> 9/5/	00	1
Transferee of Contact (Check on	<u> </u>	Off <b>57</b> o.:			_
☐ Individual	Partner	Officer 🛛 Other	(Specify): Senior Exec. VI	, Govt A	<u> </u>

DETAILS / ADDITIONAL INFORMATION: Please see attached Exhibit 1, "Application for Transfer Ruling."	of Control and Petition for Declaratory
	ES OF AMERICA CATIONS COMMISSION
PAKT II - AUTHURIZATION TO HOLD STATION LICENSE	(S) AFTER TRANSFER OF CONTROL OF CORPORATION
Name and mailing address of corporate licensee	DO NOT WRITE IN THIS BLOCK
Aerial Communications, Inc.	CONDITIONS OF GRANT
1020 19th Street, N.W., Suite 850	
Washington, DC 20036	The corporate licensee is hereby authorized to continue holding
	the radio station license(s) listed in item 2 on the basis of the representations made in the application for this authorization.
2. Call sign and radio service of each station	, , , , , , , , , , , , , , , , , , , ,
WA2XHB	This authorization is granted for the term of the outstanding license(s) for the station(s) listed in item 2.
•	DATE AUTHORIZED:
	DATE AUTHORIEED.
	EEREDAI
· · · · · · · · · · · · · · · · · · ·	FEDERAL COMMUNICATIONS
·	
	COMMUNICATIONS
THIS AUTHORIZATION TO BE FILED WITH CORPORATION'S RADIO STATION RECORDS	COMMUNICATIONS